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**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

CAI INTERNATIONAL, INC.,

Plaintiff,

v.

MEGAFLEET (PRIVATE) LIMITED,
INSHIPPING (PRIVATE) LIMITED, INSHIP
(PRIVATE) LIMITED, INSERVEY
PAKISTAN (PRIVATE) LIMITED,
MEGAIMPEX PAKISTAN (PRIVATE)
LIMITED, MEGA IMPEX (PRIVATE)
LIMITED, MEGATECH (PRIVATE)
LIMITED, MEGATRANS PAKISTAN
(PRIVATE) LIMITED, INTRA 21 (PRIVATE)
LIMITED, INTRA TWENTY ONE
(PRIVATE) LIMITED, MSC PAKISTAN
(PRIVATE) LIMITED, FORBES FORBES
CAMPBELL & CO (PRIVATE) LIMITED, M-
LOG (PRIVATE) LIMITED, FORBES
SHIPPING (PRIVATE) LIMITED, FORBES
LATHAM (PRIVATE) LIMITED, FORBES
TELECOMMUNICATIONS (PRIVATE)
LIMITED, FORBES TELECOM (PRIVATE)
LIMITED, MEGATRAVEL PAKISTAN
(PRIVATE) LIMITED, SEACON (PRIVATE)
LIMITED, SEALOG (PRIVATE) LIMITED,
SEAEXPRESS (PRIVATE) LIMITED,
FORBES LOGISTICS (PRIVATE) LIMITED,
FORBES LOGICOM (PRIVATE) LIMITED,
MEGARAIL (PRIVATE) LIMITED,
MEGATRANSPORT (PRIVATE) LIMITED,
FORBES SHIPPING COMPANY (PRIVATE)
LIMITED, M. HABIBULLAH KHAN,
MEGAFEEDER (PRIVATE) LIMITED,
Defendants.

No. 07-CV-3728(LLS)

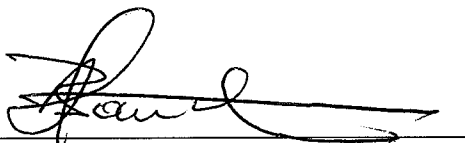
**DECLARATION OF
FREDERIC BAUTHIER IN
OPPOSITION TO DEFENDANTS'
MOTION TO VACATE THE ORDER
OF MARITIME ATTACHMENT**

I, **FREDERIC BAUTHIER**, declare as follows:

1. I am the Senior Vice President – Marketing of CAI International, Inc. ("CAI").
2. Shortly after Defendants / Lessees signed the agreements covering the ocean cargo containers at issue in this case, CAI made the containers available to the Lessees. Lessees, in fact, took possession of approximately 2,500 containers.
3. Beginning on June 8, 2006 and continuing through February 13, 2007, Khan made at least eight substantial payments of Lessee's obligations under the Agreements from bank accounts that appear to stand in his name alone. See Bank of America CAI Account Summaries, copies of which are attached as Exhibit "A."
4. After repeated demands for performance, CAI terminated the Agreements on April 13, 2007 because Lessees had materially breached their obligations under those Agreements.

I declare under penalty of perjury that the foregoing is true and correct.

Executed June 22, 2007 in San Francisco, California.


Frederic Bauthier